

CERTIFICATE AS TO RESOLUTION AND ADOPTING VOTE

I, the undersigned, being the duly qualified and acting recording officer of Madison County, Montana (the "County"), hereby certify that the attached resolution is a true copy of a Resolution entitled: "RESOLUTION RELATING TO \$1,375,000 POOLED RURAL SPECIAL IMPROVEMENT DISTRICT BONDS (RURAL SPECIAL IMPROVEMENT DISTRICT NOS. 2006-01, 2006-02, AND 2006-03); AWARDED THE SALE THEREOF AND APPROVING CERTAIN MATTERS WITH RESPECT THERETO" (the "Resolution"), on file in the original records of the County in my legal custody; that the Resolution was duly adopted by the Board of Commissioners of the County at a regular meeting on June 20, 2006, and that the meeting was duly held by the Board of Commissioners and was attended throughout by a quorum, pursuant to call and notice of such meeting given as required by law; and that the Resolution has not as of the date hereof been amended or repealed.

I further certify that, upon vote being taken on the Resolution at said meeting, the following Commissioners voted in favor thereof: _____

_____ ; voted against the same: _____

_____ ; abstained from voting thereon: _____

_____ ; or were absent: _____

_____.

WITNESS my hand and seal officially this _____ day of June, 2006.

(SEAL)

County Clerk and Recorder

RESOLUTION NO. 29-2006

RESOLUTION RELATING TO \$1,375,000 POOLED RURAL
SPECIAL IMPROVEMENT DISTRICT BONDS (RURAL SPECIAL
IMPROVEMENT DISTRICT NOS. 2006-01, 2006-02, AND 2006-
03); AWARDED THE SALE THEREOF AND APPROVING
CERTAIN MATTERS WITH RESPECT THERETO

BE IT RESOLVED by the Board of Commissioners (the "Board") of Madison
County, Montana (the "County"), as follows:

1. This Board on May 22, 2006 adopted Resolution No. 26-2006 providing for the public sale of \$1,375,000 Pooled Rural Special Improvement District Bonds (Rural Special Improvement District Nos. 2006-01, 2006-02, and 2006-03) (the "Bonds") to finance the costs of certain local improvements to be undertaken in or for the benefit of Rural Special Improvement District Nos. 2006-01, 2006-02, and 2006-03. Notice of the sale has been duly published in accordance with Montana Code Annotated, Sections 7-12-4204, 7-7-4252 and 17-5-106. Pursuant to the notice of sale, two sealed bid(s) for the purchase of the Bonds was received at or before the time specified for receipt of bids. The bid(s) [has][have] been opened and publicly read and considered, and the purchase price, interest rates and net interest cost under the terms of each bid have been determined.

2. The bid of RBC Capital Markets, of Chicago, IL (the "Purchaser"), attached as Exhibit A, to purchase the Bonds of the County, is hereby determined to comply with the notice of sale, and to be the lowest, most reasonable bid for the purchase of the Bonds. The bid of the Purchaser is hereby accepted by the Board and the sale of the Bonds is hereby awarded to the Purchaser. The bid security of the Purchaser shall be retained pending delivery of the payment for the Bonds and the bid security of all other bidders shall be promptly returned.

3. The Chairman is hereby authorized and directed to execute on behalf of the County a contract for the sale of the Bonds with the Purchaser.

4. This Board shall prescribe the form and security for the Bonds in a subsequent resolution.

Passed by the Board of County Commissioners of Madison County, Montana,
this 20th day of June, 2006.

Chairman of the Board of Commissioners

Attest: _____
County Clerk and Recorder